

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:	)	
	)	Chapter 11
VILLAGE ROADSHOW ENTERTAINMENT GROUP USA INC., <i>et al.</i> , <sup>1</sup>	)	Case No. 25-10475 (TMH)
	)	(Jointly Administered)
Debtors.	)	<b>Obj. Deadline: June 6, 2025 at 4:00 p.m. (ET)</b>
	)	

**DECLARATION OF DISINTERESTEDNESS OF ERNST & YOUNG  
PURSUANT TO THE ORDER (I) AUTHORIZING THE DEBTORS  
TO RETAIN AND COMPENSATE PROFESSIONALS UTILIZED IN THE  
ORDINARY COURSE OF BUSINESS AND (II) GRANTING RELATED RELIEF**

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I, Andrew Jonathon Woollard, declare under penalty of perjury:

1. I am a Partner of Ernst & Young, located at 8 Exhibition Street, Melbourne, Victoria, 3000, Australia (the “Firm”).

2. This declaration (this “Declaration”) is submitted in accordance with that certain *Order (I) Authorizing the Debtors to Retain and Compensate Professionals Utilized in the Ordinary Course of Business and (II) Granting Related Relief* [Docket No. 192] (the “OCP Order”).<sup>2</sup>

3. Village Roadshow Entertainment Group USA, Inc. and certain of its affiliates, as debtors and debtors in possession (collectively, the “Debtors”), have requested that the Firm

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<sup>1</sup> The last four digits of Village Roadshow Entertainment Group USA Inc.’s federal tax identification number are 0343. The mailing address for Village Roadshow Entertainment Group USA Inc. is 750 N. San Vicente Blvd., Suite 800 West, West Hollywood, CA 90069. Due to the large number of debtors in these cases, which are being jointly administered for procedural purposes only, a complete list of the Debtors and the last four digits of their federal tax identification is not provided herein. A complete list of such information may be obtained on the website of the Debtors’ claims and noticing agent at <https://www.veritaglobal.net/vreg>.

<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the OCP Order.

provide income tax compliance services to the Debtors during the pendency of these chapter 11 cases, and the Firm has consented to provide such services.

4. The Firm is part of a global network comprising independent professional services practices conducted by separate legal entities throughout the world. Such legal entities are members of Ernst & Young Global Limited (“EYGL”), a company incorporated under the laws of England and Wales and limited by guarantee, with no shareholders and no capital. The EYGL members firms have agreed to operate certain of their professional practices in accordance with agreed standards but remain separate legal entities.

5. The Firm’s current customary hourly rates, subject to change from time to time, vary depending upon level of seniority and vary between A\$490 – A\$1,980 (GSTexclusive) per hour. In the normal course of business, the Firm revises its regular hourly rates and advises that, effective July 1 of each year, the aforementioned rates will be revised to the regular hourly rates that will be in effect at that time.

6. The Firm does keep in the ordinary course of business time records in one-tenth-of-an-hour increments.

7. To the best of my knowledge, formed after due inquiry, neither I nor any professional employed by the Firm is a relative of the United States Bankruptcy Judge assigned to these chapter 11 cases, and the Firm does not have any connection with the United States Bankruptcy Judge, the Office of the United States Trustee, or any person employed by the Office of the United States Trustee that would render the Firm’s retention in these chapter 11 cases improper.

8. The Firm may have performed services in the past, may currently perform services, and may perform services in the future in matters unrelated to these chapter 11 cases for persons

that are parties in interest in the Debtors' chapter 11 cases. The Firm does not, however, perform services for any such person relating to these chapter 11 cases, or have any relationship with any such person, their attorneys, or their accountants that would be adverse to the Debtors or their estates.

9. As part of its customary practice, the Firm is retained in cases, proceedings, and transactions involving many different parties, some of whom may represent or be employed by the Debtors, claimants, and parties in interest in these chapter 11 cases.

10. Neither I nor any principal, partner, director, or officer of, or professional employed by, the Firm has agreed to share or will share any portion of the compensation to be received from the Debtors with any other person other than the principal and regular employees of the Firm.

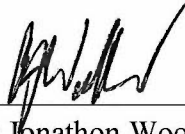
11. Neither I nor any principal, partner, director, or officer of, or professional employed by, the Firm, insofar as I have been able to ascertain, holds or represents any interest adverse to the Debtors or their estates with respect to the matter(s) upon which the Firm is to be employed. To make this assertion, the Firm researched its conflicts database against the parties listed in **Exhibit A** attached hereto.

12. I also understand the limitations on compensation and reimbursement of expenses under the OCP Order. Specifically, the Firm understands that in the event its fees and expenses exceed a total of \$50,000 per month, on average, over a rolling three-month period, the Firm will be required to file with the Court a fee application for approval of its fees and expenses for such month in accordance with Bankruptcy Code sections 330 and 331, the Bankruptcy Rules, the Local Rules, and any applicable procedures or orders of the Court.

13. As of the Petition Date, the Firm was not party to an agreement for indemnification with any of the Debtors.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Date: May 23, 2025

A handwritten signature in black ink, appearing to read 'A. Woollard', is written above a horizontal line.

Andrew Jonathon Woollard

**EXHIBIT A**

**Parties in Interest**

**Village Roadshow Entertainment Group USA Inc.**

***Potential Parties in Interest***

**Banks**

Australia and New Zealand Banking Group  
Limited  
City National Bank

**Consultants**

Amelia Belle  
Brian Gilbert  
Debra Manwiller  
Frank N. Magid Associates, Inc.  
Oliver Brack  
Todd Berger

**Contract Counterparties**

78 Home, Inc. f/s/o John Stuart Newman  
Aaron Priest Literary Agency  
Aftershock Comics, LLC  
Agberg Ltd.  
An MLR Original, Inc. f/s/o Marja-Lewis Ryan  
Barrett Brothers Entertainment LLC f/s/o Jack  
Barrett and Max Barrett  
Barstool Sports, Inc.  
Bento Rights, LLC  
Blackbird Films f/s/o Adam Small  
BPM Associates, LLC f/s/o Michael Scott  
McAda  
Bruce Schoenfeld  
Bruce Schoenfeld, Individually  
Chris Cullari  
CHRIS CULLARI and JENNIFER RAITE  
Circle of Confusion  
CJ ENM Co., Ltd.  
Clark & Palattella, LLC  
Clark Palattella, PLLC  
Columbus Rose Ltd f/s/o David Baldacci  
Darkling Entertainment Inc. f/s/o Matthew  
Arnold and Travis Rooks  
David Grossman  
David Hollander  
December Films Inc.  
Derek Sanderson  
Elaine Murphy  
Elkins Law, P.C.  
EuropaCorp  
Everheart Productions, Inc.  
Fourward, Inc. f/s/o Jonathan Levin  
Gochman Law Group, PC

Grand Central Publishing  
Hansen, Jacobson, Teller, Hoberman, Newman,  
Warren, Richman, Rush, Kaller, Gellman, Meigs  
& Fox, LLC  
Harold Sipe  
Hart Properties, Inc.  
Hector Casanova  
HG Literary  
Hub Australia Pty Ltd  
Iliza Shlesinger  
Ink Fish Ltd.  
J.T. Petty  
Jacob V. Hart  
James V. Hart  
Jane Gilmartin  
Janklow & Nesbit Associates  
Jason Kaleko  
Jennifer Raite  
Jerome Loving  
Joel Golby  
Jonathan Levin  
Jose Nateras  
Julie B. Dixon f/k/a Julie Strasser or J.B.  
Strasser  
Kalista Sy  
Katzner Pictures, Inc. f/s/o Oren Moverman  
Kendall Milton  
Kevin Kelly  
Kleinberg Lange Cuddy & Carlo LLP  
Kubier Entertainment, Inc.  
Lana Harper  
Lauren Billings Luhrs and Christina Venstra  
p/k/a Christina Hobbs  
Light Work Content, Inc. f/s/o Eric Amadio  
Lily Drew Detweiler  
Lindsay Harbert  
LSE International IV, LLC  
Macrosoft Media Ltd.  
Magid  
Majordomo Media f/s/o Dave Chang, Chris  
Ying, and Chris Chen  
Mark Neveldine and Royal Street Holdings, Inc.  
f/s/o Jamil Stefan  
Mati Diop  
McKuin Frankel Whitehead LLP  
Mediabrat Productions, Inc. f/s/o Will Pascoe  
Mike Freeman

Minor Demons, Inc. f/s/o Michael Dougherty  
 Missing Linc Corporation  
 Mr. Jason Kaleko  
 Mukoma Wa Ngugi  
 Murray Weiss and Bill Hoffmann  
 Myman Greenspan  
 Nicholas Adams  
 Nick Foster  
 Patrick Cunneane  
 Paul Hastings LLP  
 PCG  
 Pedialaw LLC f/s/o JT Hunster  
 Penguin Random House LLC  
 Peter Sample  
 Peter Seymour  
 Pius Ailemen  
 Pocono Pictures, a California Corporation f/s/o  
 Robert Nelson Jacobs, Charlie Jacobs, and  
 Alexander Jacobs  
 Principle Communications Group LLC  
 Raj Balu  
 Renato Baccaro and Daniel Baccaro  
 Richard Edlund Films, Inc.  
 Richard Edlund Films, Inc. f/s/o Richard Edlund  
 Rob Hart  
 Robert Silverberg  
 Rolling Stone LLC  
 Rolling Stone LLC f/s/o Any Employees Acting  
 on Behalf of Owner  
 Roman Lupi  
 Sadamantium, Inc. f/s/o Mike Lawrence  
 Sammy Mo, Inc. f/s/o Sam Morril  
 SawSee Films, Inc. f/s/o Fax Bahr  
 Say When Productions f/s/o Allie Romano  
 Sean Cook  
 Serendipity Point Films Inc.  
 Seven Seas Films Limited  
 Signpost Up Ahead, Inc. f/s/o Jill Blotevogel  
 Skylight Films, LLC f/s/o Cassandra Clementi  
 and Jacqueline Toboni  
 Sloss Eckhouse Dasti Haynes LawCo LLP  
 Sony Pictures Television Inc. (SPT)  
 Stately Plump Buck Mulligan, LLC f/s/o Neil  
 Strauss  
 Stefanie Williams  
 Story Paradox Corporation f/s/o Rob Hart  
 Texas Monthly LLC  
 The Law Office of Renee Farrell  
 The Wicker Room  
 The Wicker Room, Inc. f/s/o Chris McCoy  
 Three River Entertainment, Inc.

Travis Klune (aka T.J. Klune)  
 United Talent Agency  
 Upper Press, LLC  
 Vine Entertainment International Corp.  
 Vine Entertainment LP  
 Vine Eton Library Company LP  
 Vine Gaylord Company LP  
 Vine LSE International IV, LLC  
 Vine LSE IV, LP  
 Vine Manchester Library Company LP  
 Vine Rysler Company LP  
 VMAC Productions, Inc. f/s/o Vanessa  
 McCarthy  
 Westside Stories LLC d/b/a Rebelle Media  
 Xerox Financial Services LLC  
 Yo Productions, LLC

#### **Debtors**

Crescent Film Holdings Limited  
 Village Roadshow Distribution (BVI) Limited  
 Village Roadshow Distribution Pty Ltd  
 Village Roadshow Distribution UK Limited  
 Village Roadshow Distribution USA Inc.  
 Village Roadshow Entertainment Group (BVI)  
 Limited  
 Village Roadshow Entertainment Group Asia  
 Limited  
 Village Roadshow Entertainment Group USA  
 Inc.  
 Village Roadshow Film Administration  
 Management Pty Ltd  
 Village Roadshow Films (BVI) Limited  
 Village Roadshow Films Global Inc.  
 Village Roadshow Films North America Inc.  
 Village Roadshow Holdings USA Inc.  
 Village Roadshow Pictures Entertainment Inc.  
 Village Roadshow Pictures North America Inc.  
 Village Roadshow Productions (BVI) Ltd  
 Village Roadshow Productions Inc.  
 Village Roadshow VS Films LLC  
 VR DTE Distribution USA Inc.  
 VR DTE Productions Limited  
 VR Films Holdings (BVI) Limited  
 VR Funding LLC  
 VR Zoo Distribution USA Inc.  
 VR Zoo Productions Ltd  
 VREG Films Ltd  
 VREG Funding LLC  
 VREG IP Global LLC  
 VREG J2 Global LLC  
 VREG MM2 IP Global LLC

VREG OP Global LLC  
VREG Production Services Inc.  
VREG Television Inc.  
VREG Wonka IP Global LLC  
VREG WW IP Global LLC

**Directors and Officers**

Adam Rhodes  
Carlos Andres Abadi  
Christina Norman  
Edward Truitt  
Harvey Tepner  
James Patrick Moore  
Kevin Berg  
Lee Sienna  
Louis Santor  
Matthew White  
Nicholas Messum  
Peter Nankivell  
Ruth Bradley  
Ted Francis

**Employees (Current)**

Joy Taylor, Manager, Treasury & Cash Management  
Kevin Berg, General Counsel  
Louis Santor, COO  
Rosemarie Spadavecchia, Executive Assistant  
Teronna Taylor, Senior Vice President, Human Resources  
Dilani Chandrahasan  
Veronica Gruba  
Marsha Setiono  
Lauren Shaw  
Jesse Spike  
Glenn Taylor

**Employees (Former)**

Alix Jaffe  
Cory Lanier  
Shannon Hawes Perry  
Alice Shoshana Highman  
Ameer Wafer  
Amelia Amy Belle Silbert-Geiger  
Anne H MacKay  
Ara Joseph Rice  
Arianna G. Johnson  
Asha Norman-Hunt  
Brianna Hennessey  
Bryan R Greenwood  
Caitlyn McHugh  
Charlene M Feliciano  
Chase Evans  
Chloe Rose Sesar

Christina C. Steele  
Christine L Ricardo  
Dante Bailey  
Daron D Jackson  
Dylan Kane  
Eamon Frank Anthony Schiro  
Elizabeth Gale Cuzzupoli  
Ethan Obergfoll  
Gabrielle A Scurlark  
Gavin J Citron  
Isabella Salma Samman  
Jackson G Gibbon  
Jacob Bradley  
Jake L Robbins  
Jake Jashni  
Jason K Buckley  
Jeffrey M Pendo  
Jesse J Paul  
Jillian A Apfelbaum  
Jordan Leigh Sharkey  
Kelso Meeks  
Keyon E Tehrani  
Laura Elizabeth Lynch Marchione  
Macy Muxlow  
Marley L Abbott  
Michael J Lechner  
Michael J Linowes  
Murphy Stack  
Nicolas J Gordon  
Peter H Schlessel  
Robert Corzo  
Roland Feliciano  
Shan Howerton  
Stephen M Mosko  
Tristen A Tuckfield  
Zola Anisceta Franchi

**Equity Holders**

Village Roadshow Limited  
Village Roadshow Pictures International Pty Ltd  
Falcon Strategic Partners IV LP  
Vine Media Opportunities - Fund III, LP  
Vine Media Opportunities - Fund III-A, LP  
Vine Media Opportunities - Fund III-B, LP  
Vine Westcon SPV, LP  
1397225 Ontario Limited

**Guilds**

Directors Guild of America  
SAG-AFTA  
Writers Guild of America



Writers Guild of America, West, Inc.  
Writers Guild of America, East, Inc.  
Motion Picture Association, Inc.

**Insurance Carriers**

Accredited Insurance (Europe) Limited  
ACE American Insurance Company  
Alliant Insurance Services, Inc.  
Arch Specialty Insurance Company  
Arthur J. Gallagher Risk Management Services LLC  
Ascot Specialty Insurance Company  
Atlantic Specialty Insurance Company  
AXA XL - Professional Insurance  
Berkshire Hathaway Specialty Insurance  
Chubb Group of Insurance Companies  
Chubb International Advantage  
Coalition Insurance Solutions, Inc. (CRC Insurance Services, Inc.)  
Coalition, Inc.  
Convex North American Insurance Services, Inc.  
Federal Insurance Company  
Firemans Fund Indemnity Corporation  
Fortegra Specialty Insurance Company  
Howden  
Intact Insurance Entertainment  
Intact Insurance Group USA LLC  
Intact Specialty Entertainment  
Lloyds  
Lloyds Syndicate (Rising Edge Ltd)  
National Fire & Marine Insurance Company  
OBI National Insurance Company  
QBE Insurance Corporation  
Rising Edge Ltd  
Risk Placement Services, Ins.  
Underwriters at Lloyds, London  
Victor Insurance Exchange  
XL Professional Insurance  
XL Specialty Insurance Company

**Lessors**

10100 Santa Monica, Inc.  
Xerox Financial Services LLC  
Allen Matkins Leck Gamble Mallory & Natsis LLP

**Lienholders**

Columbia Pictures Industries, Inc.  
Cooperatieve Rabobank U.A.  
Cortland Capital Market Services LLC

JPMorgan Chase Bank, N.A.  
Loompala Pictures, LLC  
Magnum Films SPC  
U.S. Bank National Association  
Wilmington Savings Fund Society, FSB

**Litigation Counterparties**

Warner Bros. Entertainment Inc.  
Warner Bros. Production Limited  
WAV Distribution LLC

**Miscellaneous**

Abso Lutely Productions, Inc. f/s/o Tim Heidecker, Eric Wareheim, Dave Kneebone  
Alternate Side Productions, LLC f/s/o Jerry Angelo Brooks (a.k.a. JB Smoove)  
Chris Case DBA Dixon Cox Productions Inc  
Content Cartel, LLC f/s/o Kevin Garnett, Murithi "Mike" Marangu, and Any Other Employees of ProdCo  
Content Cartel, LLC f/s/o Kevin Garnett, Murithi "Mike" Marangu, and Any Other Employees of ProdCo  
Dixon Cox Production f/s/o Christopher Case  
EP Abso LLC f/s/o Time Heidecker, Eric Wareheim, Dave Kneebone  
Happy Madison TV, Inc. f/s/o Adam Sandler, Matthew Mosko, and Any Other Employees of ProdCo  
McGuffin Entertainment Media Inc. f/s/o Paul Bernard, James Scura, and Any Other Employees  
Moonshot Entertainment, Inc. f/s/o Bryan Cranston, James Degus and Any Other Employees, or Independent Contractors Acting on Behalf of ProdCo  
Three River Entertainment, Inc. f/s/o David Hollander  
Roger Pliakas, Esq.  
Gursey Schneider LLP  
A. N. Pane

**Non-Debtor Affiliates**

Humanoids Holding  
Zoo Film Partners L.P.  
DTE Film Partners LP  
Zoo Films LLC  
DTE Films LLC

**Potential Purchasers**

CP Ventura LLC

Content Partners, LLC  
Easttree Media Limited  
Alcon Entertainment

**Professionals**

Accordion Partners, LLC  
Barnes & Thornburg LLP  
Kirkland & Ellis LLP  
Kurtzman Carson Consultants, LLC dba Verita  
Global  
Goldman Sachs  
Latham & Watkins LLP  
Maples & Calder LLP  
Milbank LLP  
Morrison & Foerster LLP  
O'Melveny & Myers LLP  
Paul Hastings LLP  
Seward & Kissell LLP  
Sheppard, Mullin, Richter & Hampton LLP  
Solic Capital Advisors, LLC  
Thomson Geer  
Virtu Global Advisors, LLC  
Young Conaway Stargatt & Taylor, LLP

**Studios**

Amazon MGM Studios  
Netflix, Inc.  
Universal Pictures  
Walt Disney Studios  
New Regency Entertainment  
Paramount Pictures Corporation  
Sony Pictures Entertainment Inc.  
Warner Bros. Entertainment Inc.

**Taxing Authorities**

Australian Taxation Office  
British Virgin Islands Financial Services  
Commission  
British Virgin Islands Inland Revenue  
Department  
California Franchise Tax Board  
California Department of Tax and Fee  
Administration  
California State Board of Equalization  
Delaware Division of Revenue  
HM Revenue and Customs  
Internal Revenue Service  
Los Angeles County Tax Collector  
Los Angeles Office of Finance

**United States Trustee and Court Contacts**

Attix, Lauren  
Barksdale, Nickita  
Bates, Malcolm M.  
Batts, Cacia  
Bello, Rachel  
Brady, Claire  
Capp, Laurie  
Casey, Linda  
Cudia, Joseph  
Dice, Holly  
Dorsey, John T.  
Dortch, Shakima L.  
Fox, Timothy J., Jr  
Gadson, Danielle  
Giordano, Diane  
Girello, Michael  
Goldblatt, Craig T.  
Green, Christine  
Hackman, Benjamin  
Haney, Laura  
Horan, Thomas M.  
Hrycak, Amanda  
Hurt, Xavier  
Johnson, Lora  
Jones, Nyanquoi  
Konde, Hawa  
Leamy, Jane  
Lipshie, Jonathan  
Lopez, Marquietta  
Lugano, Al  
McCollum, Hannah M.  
McMahon, Joseph  
Nyaku, Jonathan  
O'Boyle, Una  
O'Malley, James R.  
Owens, Karen B.  
Richenderfer, Linda  
Schepacarter, Richard  
Selber Silberstein, Laurie  
Serrano, Edith A.  
Shannon, Brendan L.  
Sierra-Fox, Rosa  
Stickles, J. Kate  
Subda, Paula  
Thomas, Elizabeth  
Walker, Jill  
Walrath, Mary F.  
Washington, Nikki  
Wynn, Dion  
Yeager, Demitra

**Utility Providers**

AT&T MOBILITY  
Cogent Communications, Inc.  
Cogent Communications, LLC  
DivergeIT  
Mitel  
Mitel Cloud Services, Inc.  
Mitel Deutschland GmbH  
Mitel France SAS  
Mitel Networks Limited  
RingCentral Inc.

**Vendors**

Active Wellness  
American Express  
Christopher W. Taylor  
Eisner LLP  
Excel  
Federal Express  
LoopUp  
Magnolia Pictures LLC  
Marlin Lease Corporation  
Mickey Hargitay Plants  
PWGA Pension Fund  
Sparkletts  
WGA Health Fund Contribution  
Green Hasson & Janks LLP (GHJ)  
Ansarada  
CT Corporation  
Dropbox Inc.  
GoDaddy Operating Company, LLC  
Harneys Corporate Services Limited  
Iron Mountain  
Motion Picture Association, Inc.  
Studio System  
Vistra (BVI) Limited